

ORIGINAL

OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION

STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

CONSUMERS ILLINOIS WATER COMPANY

Informational Statement under Section 6-102(d))
regarding issuance and sale of \$3,000,000 of common)
stock)

00-0756

INFORMATIONAL STATEMENT

TO THE ILLINOIS COMMERCE COMMISSION:

Consumers Illinois Water Company (the "Company") states as follows:

1. The Company is a corporation organized and existing under and by virtue of the laws of the State of Illinois with its principal office in Kankakee, Illinois. The Company is a public utility within the meaning of Section 3-105 of the Illinois Public Utilities Act, as amended (the "Act"). The Company furnishes water utility service to the public in the following areas: Kankakee, Bradley, Bourbonnais, and adjoining territory in Kankakee County; Vermilion County in and around the City of Danville; Oak Run subdivision in Knox County; Candlewick Lake subdivision in Boone County; Woodhaven Lakes subdivision in Lee County; portions of Crete Township (Willowbrook) in Will County; and the Village of University Park and portions of Crete and Monee Townships and vicinity in Will County (the "University Park area"). The Company supplies water at wholesale to the City of Westville Water District and the City of Catlin Water District. The Company also furnishes sanitary sewer utility service in the Woodhaven Lakes subdivision, the Candlewick Lake subdivision, Willowbrook and the University Park area.

2. All of the issued and outstanding shares of Common Stock of Company are owned by Consumers Water Company ("CWC") and all outstanding securities of CWC are owned by Philadelphia Suburban Corporation ("Philadelphia Suburban").

3. The Company proposes, subject to the approval of the Commission under Sections 6-102 and 7-101 of the Act, to issue and sell to CWC, an affiliated interest, Common Stock for an aggregate price of not to exceed \$3,000,000. The proposed sale will be pursuant to a Stock Purchase Agreement between Company and CWC, the proposed form of which will be in substantially the form of Exhibit A attached hereto. By virtue of its ownership of all of the Company's outstanding Common Stock, CWC is an "affiliated interest" of the Company within the meaning of the Act. The number of shares of Common Stock to be issued will depend on the cash to be paid by CWC and a price per share determined at the time of issuance based on the common equity value per share as shown on the most recently available balance sheet of the Company.

4. At September 30, 2000, the Company's total common stockholders' equity was \$40,747,727. The proposed Common Stock issuance of \$3,000,000 is less than 10% of such total common stockholders' equity. Accordingly, the provisions of Section 6-102(b) do not apply to the issuance and the provisions of Section 6-102(d) do apply.

5. The proceeds of the issuance of the Common Stock will be applied to (1) payment of expenses of the issuance and sale of the Common Stock (such expenses are estimated to be \$8,000, including the Commission fee, if any), (2) reimbursement to the Company for expenditures made for the construction or improvement of or additions to its facilities, and (3) pay for, or refinance short-term indebtedness incurred to pay for, the Company's expenditures

incurred in 2000 and 2001 for the construction or improvement of or addition to its facilities needed to provide safe, adequate and reliable water and sewerage service.

6. The issuance of common stock is contemplated to occur on or prior to December 31, 2000 but not prior to 15 days after the filing hereof with the Commission.

7. The fee due under Section 6-108 of the Act with respect to the Common Stock would equal \$3,000 (10 cents for every \$100 of Common Stock issued). Under the Commission's Order in Docket 99-0449 (the "1999 Order") entered January 26, 2000, the Company paid a fee of \$12,000. In the Commission's Order in Docket 00-0422 issued August 11, 2000, the Commission amended the 1999 Order to permit the Company to apply \$9,000 of such fee to the issuance of \$4,500,000 in indebtedness under the terms described in Docket 00-0422. The Company requests that this filing be considered a request for an amendment to the 1999 Order to the extent necessary to allow the Company to use the remaining \$3,000 of fee paid under the 1999 Order to be applied to the amount due for the Common Stock as described above.

8. The Company requests that the Commission find that this Informational Statement complies with the requirements of Section 6-102(d) of the Act and that the Commission enter an order pursuant to that Section, Section 6-102(a) and Section 7-101 authorizing the issuance of \$3,000,000 of Common Stock to CWC.

CONSUMERS ILLINOIS WATER
COMPANY

By: 

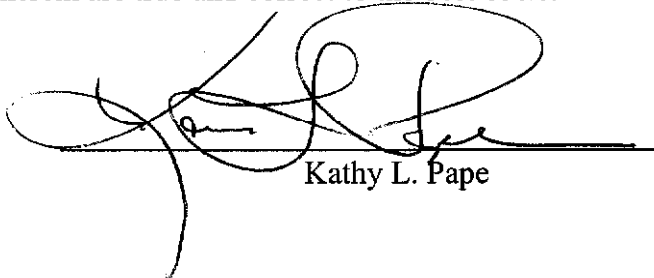
Kathy L. Pape, Treasurer

Attorney for the Company:

Jones, Day, Reavis & Pogue
Boyd J. Springer
William J. Harmon
77 West Wacker
Chicago, Illinois 60601
(312) 782-3939

VERIFICATION

Kathy L. Pape, Treasurer of Consumers Illinois Water Company, being first duly sworn, states that (1) she has read the foregoing Informational Statement; (2) she is familiar with the facts stated therein; and (3) the facts stated therein are true and correct to the best of her knowledge.



Kathy L. Pape

SUBSCRIBED AND SWORN TO before
me this 21st day of November 2000.



Notary Public

Notarial Seal
Mary C. O'Keefe, Notary Public
Lower Merion Twp., Montgomery County
My Commission Expires May 17, 2004
Member, Pennsylvania Association of Notaries